**MEETING OF THE OSPREY HOUSING BOARD**

**23 FEBRUARY AT 10:00 – WESTHILL HOTEL AND ZOOM**

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| Present: | Les Allan, Director OH Board: Vice Chair (LA) Meeting Chair |
|  | Stuart Robertson, Director OH Board (SR) |
|  | Brian Topping, Director OH Board (BT) |
|  | Jonathan Young, Director OH Board |
|  | Rab Hepburn, Director OH Board (RH) |
|  | Brian Watson, Director OH Board (BW) |
|  | Jim Milne, Director OH Board (JM) |
|  | Simpson Buglass, Director OH Board (SB)  Mike McClafferty, Director OH Board (MMcC)  Alison Mitchell, Director OH Board (AM) |
|  | Raymond Edgar, Director OH Board (RE) |
|  | Douglas Bodie, Director OH Board (DB) |
|  | Claire Crawford, Director OH Board (CC) |
| Apologies: | Mike Scott, Director OH Board, (MS) |
| Attending: | Stacy Angus, Chief Executive Osprey Group (CEO) |
|  | Gary Walker, Director of Finance, Osprey Group (DF) |
|  | Clare Ruxton, Director of Corporate Services, Osprey Group (DCS) |
|  | Dan Thompson, Director of Housing Services, Osprey Group (DHS) |
|  | Hugh Crothers, Director of Assets Osprey Group (DA) |
|  | Sofia Redford, Corporate Services Officer Osprey Group (CSO) (Minute) |
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| **Minute No** | **Subject** | **Action** |
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| **1** | **Welcome and Apologies**  **Apologies as noted above** | **Chair** |
| **2** | **Declarations of Interest**  There were no changes to the standard Declarations | **Chair** |
| **3** | **Minutes of meeting held on 24 November 2021**  LA noted that he was in attendance at the meeting.  Subject to the above change the minute of the Board meeting held on 24 November 2021 was agreed as a correct and accurate record.  **Approval of the minute was proposed by BT and seconded by SB.** | **Chair** |
| **4** | **Matters Arising**  Item 10 – Muir of Ord development – CEO updated in relation to a legal issue that has arisen relating to offering SSTs on a leased property. The other partner is seeking legal advice and a meeting will be held in the near future to see how and if this can be resolved. Osprey have Peterkins on their behalf for legal advice.  There were no matters arising not otherwise covered as separate agenda items. | **Chair** |
| **5** | **Minutes of meeting held on 9 February 2022**  The minute of the Board meeting held on 15 September 2021 was agreed as a correct and accurate record.  **Approval of the minute was proposed by BT and seconded by SB.** | **Chair** |
| **6** | **Matters Arising**  There were no matters arising not otherwise covered as separate agenda items. | **Chair** |

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|  | **Items for Decisions** |  |
| **7** | **Chief Executive’s Report**  The CEO presented a report providing the Board with an overarchingGovernance mechanism for:   * Being kept informed of progress against overall Business Strategy, identifying emerging strategic considerations and highlighting any specific exceptional strategic and operational matters that may influence Business Plan objectives (not otherwise covered by a separate report). * Approving and endorsing policies/strategies/new initiatives and noting key issues and outcomes from committees. * Highlighting any specific/new matters for assurance and risk consideration.   There had been no decisions taken during the period under delegated authority through the fast track process:  **Policy/Strategy Approvals**  The following policies had been reviewed by the relevant committee and recommended for approval:   * Risk Management Policy * Guide to Information * Flexi Time Policy   **The Board:**   * **Unanimously approved the policies.**   **Committee Outcomes**  **The Housing and Corporate Services Committee met on 2 February and R&G Committee on 9 February.**  **Corporate Services Committee – the following items were agreed and noted:**  **Succession Planning** – Approved the format of the 2022 Board member appraisals to be undertaken by the Chair and Vice Chair of the Board during March/April. | **CEO** |
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|  | The Committee further supported Osprey becoming involved in GHA’s newly developed Board Apprenticeship Scheme.  **Risk Management Audit Report** – The Committee received the outcome of the Risk Management Audit and noted that actions had already been taken to address opportunities for improvement that had been highlighted.  **Housing Committee – The following items were agreed and noted:**  **Performance** – The Committee requested a review of the performance reporting. The SLT is proposing that this will be undertaken following the implementation of Homemaster and the preferred method will be considered by the full Board later in the year.  **These Homes Implementation** – The Committee received an update on the progress and implementation of These Homes. Endorsed the suggested changes to the Allocations Policy and agreed delegated authority to the Chair and Vice Chair in agreeing the final changes required ahead of the go live planned for 1 April 2002.  **Rent Consultation Outcomes** – The Committee was presented with information concerning the rent consultation and noted that affordability ranked highest for tenants. Consultation was based on September CPI of 3.1% in line with the financial Business Plan.  **Resource and Governance Committee – The following items were agreed and noted:**  **Risk Management Audit Report -** The Committee received the outcome of the Risk Management Audit and noted that actions had already been taken to address opportunities for improvement that had been highlighted. |  |

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|  | **Budget Approval** - The Committee considered the OH and OIL draft budgets for 2022/23 and, after detailed assessment, agreed to recommend them for approval to the Boards of both organisations.  **Development Report** – Agreed to recommend the approval of prospective developments at Johnshaven, Portlethen and Alford.  **OIL Board – The following items were noted and agreed**  The OIL Board considered current performance and an update on in relation to the handover of the Hillcrest properties currently managed by OIL.  **Performance** – Overall performance continues to hold up well. However, costs of materials and supply chain issues remain volatile as does the availability of labour. The situation is being monitored carefully.  **ESG, Sustainability and the refreshed Strategic Plan** – The CEO and SLT have undertaken some initial steps to review the 48 criteria in the Sustainability Reporting Standard for Social Housing against Osprey’s current activities. The Board noted that adopting and embracing an ESG approach to the strategic planning aligns well with Osprey’s current ambitions and will ensure sustainability is embedded as part of the organisational culture and way of delivering services.  **The Board agreed to explore this further in the context of the refreshed Strategic Plan at the Board Strategy Event on the 5th of April 2022.**  **Asset Management Strategy** – This document is due for renewal and will be undertaken following the publication of the SHR Asset Management Guidance (expected spring 2022) to fully consider and take into account SHR recommendations. |  |

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|  | **Transfer of Engagement – tenant commitments one year review** – The Board noted the review of the ‘tenant promises’ made as part of the ToE process and the actions taken and progress made to date. The SHR requires this update and it is proposed this will be submitted now ahead of the 1 year anniversary.  **Board concluded progress was good and endorsed sharing with SHR ahead of the anniversary of the completion of the ToE.**  **Self Assessment** – Assurance Statement preparation – The CEO recommended that a full self assessment review should be undertaken ahead of the preparation of the next Assurance Statement using the SFHA template guidance given the changes that has taken place in terms of completion of the ToE and the new CEO in post.  **The CEO proposed that the initial stage of this process should be incorporated into the Strategic event of the 5th of April 2022. This was approved by the Board.**  **Governance / Committee members**  Following a review of the Governance and Committee structure in 2021 it had been agreed that each member would sit on one Committee each. This arrangements has been in place for two governance cycles and it has become evident that this has resulted in some meetings having a low level ofattendance whilst remaining quorate. To allow for wide challenge and accountability throughout the Committee structure it is recommended that a change to extend members to sit on a maximum of two committees.  **The Board agreed that this should be implemented on a voluntary basis, and that the CSO should establish which additional Committee members would prefer to join.**  **The Board noted the positions reported.** |  |

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| **8** | **Performance** | |  |
| **8.1** | **Budget Approval 2022-23 OH**  The DF presented the final Osprey Housing draft budget for the year ending 31 March 2023.  The following assumptions have been used   * Income forecasts are based on a rent and service charge freeze as agreed by the Board on 9th February 2022. * Void Rent Loss has been set at 0.7% (unchanged on 2021/22). * Bad Debts have been set at 1.5% (decreased by 0.5% on 2021/22). * Staff Salaries include the annual cost of living increase of 3.5% agreed by the Board on 9th February 2022. * Void Maintenance - Provision has been based on 169 void properties per annum at a cost of £1,800 per property. * Planned/Cyclical Maintenance - This relates to the external painterwork programme, the annual servicing of heating and electrical systems as well as items identified under the Life Cycle Costing (LCC) Report. * Professional Fees have been adjusted for known items of expenditure, including additional pension consultancy and IT costs. * Development expenditure after grant is forecast to be £5.1M, delivering a further 113 social housing units. * Capital expenditure on housing component renewals is forecast to be £1.6M.   The forecasts have been prepared to ensure that loan covenant compliance has been achieved.  **The anticipated surplus is expected to be £2,018,529 with expected year end cash balances of £3,228,214.**  **The Board:**   * **Approved the annual budget for the year ending 31 March 2023. This was proposed by RH and seconded by JM.** | | **DF** |

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| **8.2** | **Budget Approval – 2022-23 OIL**  The DF presented the final draft budget for Osprey Initiatives Ltd for the year ending 31 March 2023.  **The Board noted that this budget is predicated on reaching agreement with Osprey Housing on the level of management charges to be applied from 1st April 2022.**  The following assumptions have been used:   * Rental Income includes the extension of a rent freeze for a further year. * Factoring income has been removed. * Void Rent Loss has been set at 5.0% (an increase of 1% on 2021/22). * Bad Debts have been increased to 1.5% of net rental income (an increase of 1% on 2021/22). * Reactive Maintenance assumes that the level of repairs increases as the stock ages. * Cyclical Maintenance relates to annual servicing of heating systems, electrical inspections and PAT testing of appliances. * Professional Fees relates to expected legal, audit and accountancy fees. * IT costs include website hosting along with Lettings Automation software costs. * Lease Charges have been set as per the Lease Agreements with OH and cover the net cost of development, future capital renewals and insurance. * Management Charges include the expected salary cost of the OH team that provides services to OIL.   **The anticipated profit is expected to be £13,870 with expected year end cash balances rising to £419,870.**  **The Board:**   * **Noted that the OIL Board approved this budget at its meeting on 9 February.** * **Considered the contents of the report and ratified the proposed budget. This was proposed by RH and seconded by RE.** | **DF** |

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| **8.3** | **Development Programme Update**  The DF presented a report providing the Board with information regarding the progress at the current and potential New Build developments.   * Alba Place – Handed over in January * Kincardine O’Neil – Handover expected w/c 28 February. * Kinneddar Meadows – Handovers expected to start in March 2022. * Inchmarlo – Work commenced in January 2022. * Sauchen – Work commenced in November 2021. * Inverness – A legal issue in relation to offering SSTs on a 20 year lease is being considered.   The Committee considered the business cases for the proposed developments at Johnshaven, Portlethen and Alford and commented that they contained a good mix of properties in good locations.  The refurbishment development in Bridge of Don has not yet received planning permission.  The business cases for the following proposed developments were considered:  **Johnshaven** – a mix of bungalows and houses in partnership with Fotherinham Homes. A low risk development, offer of HAG has been received.  **Approval for the Johnshaven development was proposed by CC and seconded by JY.**  **Portlethen** – a mix of houses and flat in partnership with Stuart Milne Homes. A low risk development in a desirable area already covered by Osprey.  **Approval for the Portlethen development was proposed by JM and seconded by SB.** | **DF** |

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|  | **Alford** – 13 properties in partnership with Kirkwood Homes. A low risk development with resulting in a good financial return.  **Approval for the Alford development was proposed by RE and seconded by BW.**  **The Board further noted the contents of the report (including the financial report).** |  |
| **8.4** | **KPI Target proposal – 2022-23**  The CEO presented the proposed Key Performance Indicators and targets for 2022-23 with the main points highlighted:   * Gross rent arrears maintained * Average re-let days increased to 25 as this is more realistic in the current environment. It was noted that this was still significantly less than the Scottish Average. The introduction of These Homes is anticipated to speed up the re-let process. * The average re-let days is now directly linked to the void loss figure. * Allocations for very sheltered housing supported lets will be removed from the overall lettings quota and added as a new separate contextual KPI as they are let by management agreement and not part of the percentage quotas. * Emergency Repairs completion has been maintained at 2.5hrs and non emergency repairs reduced to 8 days. * A new equality data section has been added. It was proposed that this should include Board member equality data.   The Board noted that the targets reflect the current position whilst also remaining ambitious.  **The Board:**  **Subject to the addition of the Board member equality data, approved the KPIs for 2022/23.** | **CEO** |

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| **9** | **Strategy/Policy** |  |
| **9.1** | **Treasury/Management Update**  The DF presented a report updating the Board on recent Treasury discussion/negotiations and to provide clear recommendations for progressing matters.  **Lloyds**  The pre sanctioned terms had been received from Lloyds and are per the previously approved proposal.  **Nationwide**  The DF had met with Nationwide and received indicative rates of 2.02% and 2.03% for tranche A and B. Nationwide’s legal department is now preparing the Application to Fix documentation and fixes should be in place by 1 March resulting in both tranches being fixed to maturity.  **Legal scrutiny**  Pinsent Masons had indicated their willingness to undertake the comprehensive legal review and this was recommended given their knowledge and experience of the Osprey loan portfolio  **The Board:**   * **Considered and discussed the contents of the report.** * **Agreed the pre-sanction heads of terms from Lloyds.** * **Noted the progress made on converting the Nationwide loans from variable to fixed. The terms offered by NW was approved by the Board. This was proposed by JY and seconded by MMcC.** * **Approved the appointment of Pinsent Masons to handle legal matters with Lloyds and Nationwide.** * **The DF was given delegated authority to finalise the details with Nationwide with the DF and LA (signatories) signing off the final document.** | **DF** |

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| **9.2** | **Pension Fund Evaluation Process Update**  The DF presented a report giving the Board the opportunity to consider the financial and risk implications of continuing to participate in the NESPF LGPS as part of the overall review of staff terms and conditions.  The DF reminded the Board that they had taken the decision to engage Spence and Partners to further explore the following options with regards to the future participation in the NESPF LGPS:   * Trigger a cessation event and reach agreement with the scheme over a funding plan * Negotiate an alternative exit basis with the scheme.   The Board reviewed the contents of an initial contact letter produced by Spence and Partners to be issued to NESP LGPS to begin the process.  **The Board:**   * **Considered and approved the contents of the proposed letter to the NESPF. The was proposed by DB and seconded by SB.** * **In the absence of the Board Chair at this meeting it was agreed the letter would be signed by the Vice Chair.** | **DF** |
| **10** | **Governance** |  |
| **10.1** | **Articles of Association/Standing Orders – Approval**  The DCS presented a report informing the Board of the review carried out on the Osprey Articles of Association and Standing Orders.  **Standing Orders**  Since the Board’s initial review of the document in November it had been reviewed by the Corporate Services and R&G Committees who had both made the following recommendations: | **DCS** |

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|  | * Section 4.4 Chairperson and Office Bearers Paragraph a) where the Committee ae asked to consider including a time limit for service of the other Office Bearers to mirror that of five years for the Chairperson * Section 4.4 Chairperson and Office Bearers Paragraph e) where the Committee are asked to consider the Board appointing Committee Office Bearers as oppose to the Committees themselves.   The Board queried that in Section 4.5 paragraph c) this should be clarified to state that if both “the Chair and Vice Chair are absent”  **Articles of Association**  Since the Board’s initial review of the document in November it had been reviewed by the Corporate Services and R&G Committees who had made the following recommendations:   * Board agreed that it should not be possible for a body corporate to be appointed to the Board other than as a result of transfer of engagements, etc. where such membership is restricted to Associate Membership category.   **Both Committees agreed to recommend this**   * Agree maximum number of proxy votes that may be cast by any one person. Suggestion is three.   **Both Committees agreed to recommend this**   * ‘A poll can be required before or immediately after a vote by a show of hands, if at least one-tenth of the Ordinary Members present at the meeting (in person or by proxy through a representative in accordance with articles 27.1 and 27.2) request this.’ In practice, this means 2 people – should the threshold be higher or is this ok?   **Corporate Services Committee agreed to recommend this but R&G sought further clarity. Linda Eward had subsequently confirmed that a poll could take place, if requested, following a show of hands vote.** |  |

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|  | * 39.3 ‘*Subject always to the relevant provisions of Article 37, the vacancies created by retirals pursuant to Article 39.2 shall be filled by the Company at the annual general meeting, by electing further Other Representatives/Tenants’ Representatives who shall then serve as Board Members (and, pursuant to Article 13.3, as Ordinary members) with effect from the conclusion of such annual general meeting*.’   **Corporate Services Committee agreed previous draft did not reflect current practice and asked for further suggestions of what may be appropriate from the external adviser. Above is redraft following this which was agreed by R&G Committee.**   * ‘*Associate Member*.’Do we need a more precise definition? incorporated further wording at 7.1.2. Would you prefer to have the additional provisions at 82.1.3 instead of 7.1.2?   **Both Committees agreed to recommend definition in 7.1.2 be used.**  The DCS informted the Board that a Special General Meeting of the Board is required to amend and adopt the revised Aricles of Association. It was propose that this would take place as part of the Board Strategy Event on the 6th of April  **The Board:**   * **Noted the contents of the report.** * **Reviewed and subject to the change to section 4.5, paragraph c) approved the Standing Orders. This was proposed by JY and seconded by RH** * **Accepted the proposed changes to the Articles of Association for later approval and adoption at an SGM on 6th of April.** |  |

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| **10.2** | **Strategic Risk Register Review**  The CEO presented a paper providing the Board with the opportunity to update the Osprey Risk Register.  The Board noted that following a review by the SLT and relevant Committees the Board is asked to approve the following changes:   * **Format of the Register**   + following Internal Audit, all risks are clearly linked to the strategic ambitions as defined in the Strategic Business Plan. * **Asset Management**   + AM3 change in likelihood to 6   + AM4 change in impact to 9   + AM 5 change in likelihood to 5 and impact to 6. * **Housing Management**   + HM1 commentary has been updated   + HM2 risk amended to include reputation   + HM3 change likelihood to 8 and impact to 6   + HM4 change likelihood to 6 and impact to 4 * **Corporate and Governance Failure**   + C1 IIP status updated   + C3 Commentary update   + C5 More mitigations included   + C6 ESG work included   + C7 New risk included to cover implementation of new Housing and Finance system * **Strategic Risks**   + The impact of these risks has been reviewed and increased with further mitigation added. Also a sixth risk has been included. * **Financial Viability**   + FV1 and FV4 updated commentary to include credit facilities review.   + FV6 updated commentary   + FV8 New risk regarding implementation of EESSH2/Housing 2040 * **Covid – 19 Response**   SLT propose that this should remain an independent risk until such time as the Government confirm that the pandemic is over and covid 19 has become endemic when any outstanding risks will be absorbed into the appropriate risk on the register. It was noted that the scoring and impact in particular of many of the risks listed under the Covid tab were very low and anticipated to be removed by next governing body review. | **CEO** |

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|  | **The Board:**   * **Noted the contents of the report** * **Reviewed and agreed the proposed changes to the Risk Register. This was proposed by BW and seconded by MMcC.** | |  |
| **10.3** | **Ideas sub-Group – Next Steps**  The DCS presented a report giving the Board the opportunity to mould the terms of reference for the newly formed Ideas Sub Group.  The DCS informed the Board that the terms of reference had been discussed at the most recent Colleague Council meeting. The CC were happy with the ToRs and expressed a wish to act as first point of call for staff ideas.  The DCS will contact SB to set the 4 dates of the group for the next 12 months.  **The Board:**   * **Noted the report** * **Reviewed and agreed the proposed terms of reference for the group.** | |  |
|  | **Items for Assurance/Challenge** |  | | |
| **11** | **Performance** |  | | |
| **11.1** | **Performance Report (Quarter 3 2021/22) OH**  The CEO presented the Q3 KPI figures for OH which had already been scrutinised and reviewed through the Committee cycle.  CEO confirmed it had been another good quarter. The average re-let days remain high although they are still well below the national average and fairly stable throughout the year. This is partly due to upgrades being done during voids and the delays with switching energy supplies/companies.  The Board noted that the technical issue with the complaints reporting has almost been resolved and CEO will share ahead of next cycle as this information forms part of the ARC data.  **The Board noted the results.** | **CEO** | | |

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| **11.2** | **Performance Report (Quarter 3 2021/22) OIL**  The CEO presented the Q3 KPI figures for OIL.  It had been a further difficult quarter although intensively managed rent arrears had resulted in decreased levels. The issue is limited to a small number of cases that are high value.  Preparation for the handover of the Hillcrest properties is under way and LSM shared a task list with the OIL board for assurance. Tenants are due to be notified shortly once Hillcrest approve the communication to go out.  **The Board noted the results.** | **CEO** |
| **11.3** | **Financial Performance (Quarter 3 2021/22) OH**  The DF presented a report detailing the financial outcomes for the quarter ending 31 December 2021.  The Board noted that it had a been an excellent quarter for the organisation with strong revenues maintained and year-end forecast ahead of budget. There were no areas for concern but small number of points for consideration had been highlighted. The Balance Sheet remains strong with revenue reserves exceeding £20M and cash balances exceeding £7M.  The results are covenant compliant.  **The Board noted and accepted the contents of the report.** | **DF** |
| **11.4** | **Financial Performance (Quarter 3 2021/22) OIL**  The DF presented a report detailing the financial outcomes for the quarter ending 31 December 2021.  The Board noted that the results for the quarter satisfactory with the position showing improvement on the previous quarter.  **The Board noted the contents of the report.** | **DF** |

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| **11.5** | **Rent Consultation – Outcomes and Tenant Communication**  The CEO informed the Board that the approved rent freeze will be communicated to tenants via letter in the next couple of weeks. CEO had uploaded a copy of the communications to Decision time for any comment by Friday 25th February. The letter included wider information and update in relation to the transfer of engagements progress review.  Early indications from the Tenants Satisfaction Surveys currently being undertaken shows that tenants were pleased with the information that rent was not due to be increased this year and the subsequent positive impact on the perception of Value for Money.  **The Board:**   * **Noted the position.** | **CEO** | |
| **12** | **Strategy/Policy** | |  |
| **12.1** | **Osprey Initiatives Limited Review – verbal update**  The DCS informed the Board that a meeting had been held with the affected staff on the 10th of February where they had been formally notified of the start of the 30 day consultation period.  The temporary member of staff has since notified that they have secured full time employment elsewhere and will leave Osprey at the end of their contact on 31 March 2022.  The LSA is considering accepting voluntary redundancy.  The LSM is meeting with the CEO, DCS and their Union rep during w/c 28 February. The Chairs Group will meet at the end of the 30 day period to review the outcome and decide a way forward as per the delegated authority given at last Board meeting of 09-02-2022.  A final resolution is expected by 31 March.  **The Board:**   * **Noted the update.** | | **CEO/DCS** |

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| **12.2** | **Policy/Strategy Register – Review Planning 2022**  The CEO presented the Policy/Strategy Register highlighting the documents due for review during the next 12 months.  **The Board:**   * **Noted the position.** | **CEO** |
| **13** | **Governance** |  |
| **13.1** | **Health and Safety Update**  The DCS presented a report providing a full overview of current Health and Safety arrangements.  ACS had undertaken an audit of the Health and Safety Control Manual. The audit had highlighted a few part conformances which are all being actioned.  The Committee noted the response submitted to the SHR Health and Safety survey which will provide the Regulator with some additional and more detailed information about how landlords gain assurance that their systems, policies, procedures and practices ensure compliance with health and safety under the Health and Safety at Work etc. Act 1979.  It was confirmed that due to the current situation, the Healthy Working Lives Group would re-start in March 2022  H&S training for Board members have been included in the training budget for 2022/23.  **The Board:**   * **Noted the contents of the report** | **DCS** |

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| **13.2** | **Conference/Training Events Feedback – Verbal Update**  The CIH Housing Festival is due to take place in May and is free to all CIH members. MS, BT, the CEO and the DHS likely to attend.  The next RIHAF meeting is due to take place on 27th of May. The annual conference will take place at Glencoe in October.  **The Board noted the position.** | **All** |
| **5** | **AOCB**  None. |  |
| **6** | **Date of next meeting**  **Wednesday 25 May 2022 – Hybrid: In Office / Zoom** |  |

The meeting closed at 12:00

Signed: …………………………………..

Date: …………………………………….